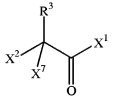
This listing of claims will replace all prior versions and listings of claims in the application.

Listing of Claims

1. (Currently Amended) A compound of Formula I:



I

in which:

X^1 is -NHC(R^1)(R^2)X^3 ~~or -NHX^4~~;

X^2 is morpholin-4-ylcarbonyloxy ~~hydrogen, fluoro, -OH, -OR^4, -NHR^{15} or -NR^{17}R^{18}~~ and X^7 is hydrogen ~~or X^2 and X^7 both represent fluoro~~;

X^3 is benzooxazol-2-ylcarbonyl ~~cyano, -C(R^7)(R^8)R^{16}, -C(R^6)(OR^6)$_2$, -CH$_2$C(O)R^{16}, -CH=CHS(O)$_2$R^5, -C(O)CF$_2$C(O)NR^{5}R^5, -C(O)C(O)NR^{5}R^6, -C(O)C(O)OR^5, -C(O)CH$_2$OR^5, -C(O)CH$_2$N(R^6)SO$_2$R^5 or -C(O)C(O)R^5; wherein R^5 is hydrogen, (C$_{1-4}$)alkyl, (C$_{3-10}$)cycloalkyl(C$_{0-6}$)alkyl, hetero(C$_{3-10}$)cycloalkyl(C$_{0-3}$)alkyl, (C$_{6-10}$)aryl(C$_{0-6}$)alkyl, hetero(C$_{5-10}$)aryl(C$_{0-6}$)alkyl, (C$_{9-10}$)bicycloaryl(C$_{0-6}$)alkyl or hetero(C$_{8-10}$)bicycloaryl(C$_{0-6}$)alkyl; R^6 is hydrogen, hydroxy or (C$_{1-6}$)alkyl; or where X^3 contains an -NR^{5}R^6 group, R^5 and R^6 together with the nitrogen atom to which they are both attached, form hetero(C$_{3-10}$)cycloalkyl, hetero(C$_{5-10}$)aryl or hetero(C$_{8-10}$)bicycloaryl; R^7 is hydrogen or (C$_{1-4}$)alkyl and R^8 is hydroxy or R^7 and R^8 together form oxo; R^{16} is hydrogen, -X^4, -CF$_3$, -CF$_2$CF$_2$R^9 or -N(R^6)OR^6; R^9 is hydrogen, halo, (C$_{1-4}$)alkyl,

~~(C_{5-10})aryl(C_{0-6})alkyl or (C_{5-10})heteroaryl(C_{0-6})alkyl, with the proviso that when X^3 is cyano, then X^2 is hydrogen, fluoro, OH, OR^4 or $NR^{17}R^{18}$ and X^7 is hydrogen or X^2 and X^7 both represent fluoro~~;

~~X^4 is a heteromonocyclic ring containing 4 to 7 ring member atoms or a fused heterobicyclic ring system containing 8 to 14 ring member atoms and any carbocyclic ketone, iminoketone or thioketone derivative thereof, with the proviso that when X^4 is other than a heteromonocyclic ring containing 5 ring member atoms, wherein no more than two of the ring member atoms comprising the ring are heteroatoms, then X^2 is fluoro, OH, OR^4, NHR^{15} or $NR^{17}R^{18}$ and X^7 is hydrogen or X^3 and X^7 both represent fluoro~~;

wherein within R^5, X^3 or X^4 any alicyclic or aromatic ring system is unsubstituted or substituted further by 1 to 5 radicals independently selected from (C_{1-6})alkyl, (C_{1-6})alkylidene, cyano, halo, halo-substituted(C_{1-4})alkyl, nitro, $-X^5NR^{12}R^{12}$, $-X^5NR^{12}C(O)R^{12}$, $-X^5NR^{12}C(O)OR^{12}$, $-X^5NR^{12}C(O)NR^{12}R^{12}$, $-X^5NR^{12}C(NR^{12})NR^{12}R^{12}$, $-X^5OR^{12}$, $-X^5SR^{12}$, $-X^5C(O)OR^{12}$, $-X^5C(O)R^{12}$, $-X^5OC(O)R^{12}$, $-X^5C(O)NR^{12}R^{12}$, $-X^5S(O)_2NR^{12}R^{12}$, $-X^5NR^{12}S(O)_2R^{12}$, $-X^5P(O)(OR^{12})OR^{12}$, $-X^5OP(O)(OR^{12})OR^{12}$, $-X^5NR^{12}C(O)R^{13}$, $-X^5S(O)R^{13}$ and $-X^5S(O)_2R^{13}$ and/or 1 radical selected from $-R^{14}$, $-X^5OR^{14}$, $-X^5SR^{14}$, $-X^5S(O)R^{14}$, $-X^5S(O)_2R^{14}$, $-X^5C(O)R^{14}$, $-X^5C(O)OR^{14}$, $-X^5OC(O)R^{14}$, $-X^5NR^{14}R^{12}$, $-X^5NR^{12}C(O)R^{14}$, $-X^5NR^{12}C(O)OR^{14}$, $-X^5C(O)NR^{12}R^{12}$, $-X^5S(O)_2NR^{14}R^{12}$, $-X^5NR^{12}S(O)_2R^{14}$, $-X^5NR^{12}C(O)NR^{14}R^{12}$ and $-X^5NR^{12}C(NR^{12})NR^{14}R^{12}$, wherein X^5 is a bond or (C_{1-6})alkylene;

R^{12} at each occurrence independently is hydrogen, (C_{1-5})alkyl ~~(C_{1-6})alkyl~~ or halo-substituted(C_{1-6})alkyl;

R^{13} is (C_{1-6})alkyl or halo-substituted(C_{1-6})alkyl; and

R^{14} is (C_{3-10})cycloalkyl(C_{0-6})alkyl, ~~hetero(C_{3-10})cycloalkyl(C_{0-3})alkyl,~~ (C_{6-10})aryl(C_{0-6})alkyl, ~~hetero(C_{5-10})aryl(C_{0-6})alkyl,~~ or (C_{9-10})bicycloaryl(C_{0-6})alkyl ~~or hetero(C_{8-10})bicycloaryl(C_{0-6})alkyl~~;

R^1 is hydrogen or (C_{1-6})alkyl and R^2 is selected from a group consisting of hydrogen, ~~cyano, $X^5NR^{12}R^{12}$, $X^5NR^{12}C(O)R^{12}$, $X^5NR^{12}C(O)OR^{12}$, -R^{12}, $X^5NR^{12}C(O)NR^{12}R^{12}$, $X^5NR^{12}C(NR^{12})NR^{12}R^{12}$, X^5OR^{12}, X^5SR^{12}, $X^5C(O)OR^{12}$, $X^5C(O)R^{12}$, $X^5OC(O)R^{12}$, $X^5C(O)NR^{12}R^{12}$, $X^5S(O)_2NR^{12}R^{12}$, $X^5NR^{12}S(O)_2R^{12}$, $X^5P(O)(OR^{12})OR^{12}$, $X^5OP(O)(OR^{12})OR^{12}$, $X^5NR^{12}C(O)R^{13}$, $X^5S(O)R^{13}$, $X^5S(O)_2R^{13}$, -R^{14}, X^5OR^{14}, X^5SR^{14}, $X^5S(O)R^{14}$, $X^5S(O)_2R^{14}$, $X^5C(O)R^{14}$, $X^5C(O)OR^{14}$, $X^5OC(O)R^{14}$, $X^5NR^{14}R^{12}$, $X^5NR^{12}C(O)R^{14}$, $X^5NR^{12}C(O)OR^{14}$, $X^5C(O)NR^{12}R^{12}$, $X^5S(O)_2NR^{14}R^{12}$, $X^5NR^{12}S(O)_2R^{14}$, $X^5NR^{12}C(O)NR^{14}R^{12}$ and $X^5NR^{12}C(NR^{12})NR^{14}R^{12}$, wherein X^5, R^{12}, R^{13} and R^{14} are as defined above; or R^1 and R^2 taken together with the carbon atom to which both R^1 and R^2 are attached form (C_{3-8})cycloalkylene or (C_{3-8})heterocycloalkylene; wherein within said R^2 any heteroaryl, aryl, cycloalkyl, heterocycloalkyl, cycloalkylene or heterocycloalkylene is unsubstituted or substituted with 1 to 3 radicals independently selected from (C_{1-6})alkyl, (C_{1-6})alkylidene, cyano, halo, halo-substituted(C_{1-4})alkyl, nitro, $X^5NR^{12}R^{12}$, $X^5NR^{12}C(O)R^{12}$, $X^5NR^{12}C(O)OR^{12}$, $X^5NR^{12}C(O)NR^{12}R^{12}$, $X^5NR^{12}C(NR^{12})NR^{12}R^{12}$, X^5OR^{12}, X^5SR^{12}, $X^5C(O)OR^{12}$, $X^5C(O)R^{12}$, $X^5OC(O)R^{12}$, $X^5C(O)NR^{12}R^{12}$, $X^5S(O)_2NR^{12}R^{12}$, $X^5NR^{12}S(O)_2R^{12}$, $X^5P(O)(OR^{12})OR^{12}$, $X^5OP(O)(OR^{12})OR^{12}$, $X^5NR^{12}C(O)R^{13}$, $X^5S(O)R^{13}$, $X^5S(O)_2R^{13}$ and $X^5C(O)R^{13}$, wherein X^5, R^{12} and R^{13} are as defined above;~~

R^3 is ~~(C_{1-6})alkyl or~~ $-C(R^6)(R^6)X^6$, wherein R^6 is hydrogen or (C_{1-6})alkyl and X^6 is ~~selected from $X^5NR^{12}R^{12}$, $X^5NR^{12}C(O)R^{12}$, $X^5NR^{12}C(O)OR^{12}$, $X^5NR^{12}C(O)NR^{12}R^{12}$, $X^5NR^{12}C(NR^{12})NR^{12}R^{12}$, X^5OR^{12}, X^5SR^{12}, $X^5C(O)OR^{12}$, $X^5C(O)R^{12}$, $X^5OC(O)R^{12}$, $X^5C(O)NR^{12}R^{12}$, $X^5S(O)_2NR^{12}R^{12}$, $X^5NR^{12}S(O)_2R^{12}$, $X^5P(O)(OR^{12})OR^{12}$, $X^5OP(O)(OR^{12})OR^{12}$, $X^5C(O)R^{13}$, $X^5NR^{13}C(O)R^{13}$, $X^5S(O)R^{13}$, $X^5S(O)_2R^{13}$, R^{14}, X^5OR^{14}, X^5SR^{14}, $X^5S(O)R^{14}$, -$X^5S(O)_2R^{14}$, $X^5C(O)R^{14}$, $X^5C(O)OR^{14}$, $X^5OC(O)R^{14}$, $X^5NR^{14}R^{12}$, $X^5NR^{12}C(O)R^{14}$, $X^5NR^{12}C(O)OR^{14}$, $X^5C(O)NR^{14}R^{12}$, $X^5S(O)_2NR^{14}R^{12}$, $X^5NR^{12}S(O)_2R^{14}$, $X^5NR^{12}C(O)NR^{14}R^{12}$ and $X^5NR^{12}C(NR^{12})NR^{14}R^{12}$~~ wherein X^5, R^{12}, R^{13} and R^{14} are as defined above;

~~R^4 is selected from $X^8NR^{12}R^{12}$, $X^8NR^{12}C(O)R^{12}$, $X^8NR^{12}C(O)OR^{12}$, $X^8NR^{12}C(O)NR^{12}R^{12}$, $X^8NR^{12}C(NR^{12})NR^{12}R^{12}$, X^8OR^{12}, X^8SR^{12}, $X^5C(O)OR^{12}$, $X^5C(O)R^{12}$, $X^8OC(O)R^{12}$, $X^5C(O)NR^{12}R^{12}$, $X^8S(O)_2NR^{12}R^{12}$, $X^8NR^{12}S(O)_2R^{12}$, $X^8P(O)(OR^{12})OR^{12}$, $X^8OP(O)(OR^{12})OR^{12}$, $X^5C(O)R^{13}$, $X^8NR^{12}C(O)R^{13}$, $X^8S(O)R^{13}$, $X^8S(O)_2R^{13}$, R^{14}, X^8OR^{14}, X^8SR^{14}, $X^8S(O)R^{14}$, $X^8S(O)_2R^{14}$, $X^5C(O)R^{14}$, $X^5C(O)OR^{14}$, $X^8OC(O)R^{14}$, $X^8NR^{14}R^{12}$, $X^8NR^{12}C(O)R^{14}$, $X^8NR^{12}C(O)OR^{14}$, $X^5C(O)NR^{14}R^{12}$, $X^8S(O)_2NR^{14}R^{12}$, $X^8NR^{12}S(O)_2R^{14}$, $X^8NR^{12}C(O)NR^{14}R^{12}$ and $X^8NR^{12}C(NR^{12})NR^{14}R^{12}$ wherein X^8 is (C_{1-6})alkylene and X^5, R^{12}, R^{13} and R^{14} are as defined above, with the proviso that when X^3 is cyano and X^2 is $-OR^4$, where R^4 is defined as R^{14}, then R^{14} is (C_{3-10})cycloalkyl(C_{1-6})alkyl, hetero(C_{3-10})cycloalkyl(C_{1-3})alkyl, (C_{6-10})aryl(C_{1-6})alkyl, hetero(C_{5-10})aryl(C_{1-6})alkyl, (C_{9-10})bicycloaryl(C_{1-6})alkyl or hetero(C_{8-10})bicycloaryl(C_{1-6})alkyl;~~

~~R^{15} is (C_{6-10})aryl, hetero(C_{5-10})aryl, (C_{9-10})bicycloaryl or hetero(C_{8-10})bicycloaryl;~~

~~R^{17} is (C_{1-6})alkyl, (C_{3-10})cycloalkyl(C_{0-6})alkyl, hetero(C_{3-10})cycloalkyl(C_{0-3})alkyl, (C_{6-10})aryl(C_{0-6})alkyl, hetero(C_{5-10})aryl(C_{0-6})alkyl, (C_{9-10})bicycloaryl(C_{0-6})alkyl or hetero(C_{8-10})bicycloaryl(C_{0-6})alkyl, with the proviso that when X^3 is cyano, then R^{17} is (C_{1-6})alkyl, (C_{3-10})cycloalkyl(C_{1-6})alkyl, hetero(C_{3-10})cycloalkyl(C_{1-6})alkyl, (C_{6-10})aryl(C_{1-6})alkyl, hetero(C_{5-10})aryl(C_{1-6})alkyl, (C_{9-10})bicycloaryl(C_{1-6})alkyl or hetero(C_{8-10})bicycloaryl(C_{1-6})alkyl;~~

~~R^{18} is hydrogen, (C_{1-6})alkyl, (C_{3-10})cycloalkyl(C_{0-6})alkyl, hetero(C_{3-10})cycloalkyl(C_{0-6})alkyl, (C_{6-10})aryl(C_{0-6})alkyl, hetero(C_{5-10})aryl(C_{0-6})alkyl, (C_{9-10})bicycloaryl(C_{0-6})alkyl or hetero(C_{8-10})bicycloaryl(C_{0-6})alkyl, with the proviso that when X^3 is cyano, then R^{18} is (C_{1-6})alkyl, (C_{3-10})cycloalkyl(C_{1-6})alkyl, hetero(C_{3-10})cycloalkyl(C_{1-6})alkyl, (C_{6-10})aryl(C_{1-6})alkyl, hetero(C_{5-10})aryl(C_{1-6})alkyl, (C_{9-10})bicycloaryl(C_{1-6})alkyl or hetero(C_{8-10})bicycloaryl(C_{1-6})alkyl;~~ and

wherein within R^3, R^4, R^{15}, R^{17} ~~and R^{18}~~ any ~~alicyclic or~~ aromatic ring system is unsubstituted or substituted further by 1 to 5 radicals independently selected from

(C_{1-6})alkyl, (C_{1-6})alkylidene, cyano, halo, halo-substituted(C_{1-4})alkyl, nitro, $-X^5NR^{12}R^{12}$, $-X^5NR^{12}C(O)R^{12}$, $-X^5NR^{12}C(O)OR^{12}$, $-X^5NR^{12}C(O)NR^{12}R^{12}$, $-X^5NR^{12}C(NR^{12})NR^{12}R^{12}$, $-X^5OR^{12}$, $-X^5SR^{12}$, $-X^5C(O)OR^{12}$, $-X^5C(O)R^{12}$, $-X^5OC(O)R^{12}$, $-X^5C(O)NR^{12}R^{12}$, $-X^5S(O)_2NR^{12}R^{12}$, $-X^5NR^{12}S(O)_2R^{12}$, $-X^5P(O)(OR^{12})OR^{12}$, $-X^5OP(O)(OR^{12})OR^{12}$, $-X^5NR^{12}C(O)R^{13}$, $-X^5S(O)R^{13}$, $-X^5C(O)R^{13}$ and $-X^5S(O)_2R^{13}$ and/or 1 radical selected from $-R^{14}$, $-X^5OR^{14}$, $-X^5SR^{14}$, $-X^5S(O)R^{14}$, $-X^5S(O)_2R^{14}$, $-X^5C(O)R^{14}$, $-X^5C(O)OR^{14}$, $-X^5OC(O)R^{14}$, $-X^5NR^{14}R^{12}$, $-X^5NR^{12}C(O)R^{14}$, $-X^5NR^{12}C(O)OR^{14}$, $-X^5C(O)NR^{14}R^{12}$, $-X^5S(O)_2NR^{14}R^{12}$, $-X^5NR^{12}S(O)_2R^{14}$, $-X^5NR^{12}C(O)NR^{14}R^{12}$ and $-X^5NR^{12}C(NR^{12})NR^{14}R^{12}$; and within R^3 ~~and R^4~~ any aliphatic moiety is unsubstituted or substituted further by 1 to 5 radicals independently selected from cyano, halo, nitro, $-NR^{12}R^{12}$, $-NR^{12}C(O)R^{12}$, $-NR^{12}C(O)OR^{12}$, $-NR^{12}C(O)NR^{12}R^{12}$, $-NR^{12}C(NR^{12})NR^{12}R^{12}$, $-OR^{12}$, $-SR^{12}$, $-C(O)OR^{12}$, $-C(O)R^{12}$, $-OC(O)R^{12}$, $-C(O)NR^{12}R^{12}$, $-S(O)_2NR^{12}R^{12}$, $-NR^{12}S(O)_2R^{12}$, $-P(O)(OR^{12})OR^{12}$, $-OP(O)(OR^{12})OR^{12}$, $-NR^{12}C(O)R^{13}$, $-S(O)R^{13}$ and $-S(O)_2R^{13}$; wherein X^5, R^{12}, R^{13} and R^{14} are as described above~~, with the proviso that when X^3 is cyano and X^3 is $-OR^4$, where R^4 is defined as $-R^{14}$, or $-NHR^{18}$, then any aromatic ring system present within R^{14} or R^{18} is not substituted further by halo, (C_{3-10})cycloalkyl, hetero(C_{3-10})cycloalkyl, (C_{6-10})aryl, hetero(C_{5-10})aryl, (C_{9-10})bicycloaryl or hetero(C_{8-10})bicycloaryl; with the proviso that only one bicyclic ring structure is present within R^3, R^4 or R^{15}~~; and the pharmaceutically acceptable salts and solvates of such compounds and the *N*-oxides, prodrugs, compounds thereof having protected reactive groups, stereoisomers and mixtures of stereoisomers thereof.

2-7. (Cancelled)

8. (Currently Amended) The compound of Claim 1 [[3]] in which:

~~X^1 is $-NHC(R^1)(R^2)X^3$ or $-NHCH(R^{19})C(O)R^{20}$, wherein R^1 is hydrogen or (C_{1-6})alkyl and R^2 is hydrogen, (C_{1-6})alkyl, $-X^5OR^{12}$, $-X^5S(O)R^{13}$, $-X^5OR^{14}$, (C_{6-10})aryl(C_{0-6})alkyl or~~

~~hetero(C_{5-10})aryl(C_{0-6})alkyl or R^1 and R^2 taken together with the carbon atom to which both R^1 and R^2 are attached form (C_{3-6})cycloalkylene or (C_{3-6})heterocycloalkylene, wherein within said R^2 any heteroaryl, aryl, cycloalkylene or heterocycloalkylene is unsubstituted or substituted with (C_{1-6})alkyl or hydroxy, wherein X^3 is cyano, $C(O)R^{16}$, $C(R^6)(OR^6)_2$, $CH{=}CHS(O)_2R^5$, $CH_2C(O)R^{16}$, $C(O)CF_2C(O)NR^5R^5$, $C(O)C(O)NR^5R^6$, $C(O)C(O)OR^5$, $C(O)CH_2OR^5$, $C(O)CH_2N(R^6)SO_2R^5$ or $C(O)C(O)R^5$ and R^{19} and R^{20} together with the atoms to which R^{19} and R^{20} are attached form (C_{4-8})heterocycloalkylene, wherein no more than one of the ring-member atoms comprising the ring is a heteroatom selected from $-NR^{21}-$ or $-O-$, wherein the ring is unsubstituted or substituted with (C_{1-6})alkyl or $X^5C(O)OR^{12}$ and R^{21} is hydrogen, (C_{1-6})alkyl, $X^5C(O)R^{12}$, $X^5C(O)OR^{12}$, R^{14}, $X^5C(O)R^{14}$ or $C(O)OR^{14}$;~~

~~X^2 is $-OH$ or $-OC(O)NR^{12}R^{12}$, wherein each R^{12} independently represent hydrogen or (C_{1-6})alkyl, wherein said alkyl is unsubstituted or substituted with hydroxy or methoxy, or X^3 is $-OC(O)NHR^{14}$, wherein R^{14} is (C_{3-10})cycloalkyl(C_{0-6})alkyl or hetero(C_{3-10})cycloalkyl(C_{1-3})alkyl, or X^2 is $-OC(O)R^{14}$, wherein R^{14} is $-NR^{22}R^{23}$ and R^{22} and R^{23} together with the nitrogen atom to which both R^{22} and R^{23} attached form a hetero(C_{4-6})cycloalkyl ring, which ring may be unsubstituted or substituted with hydroxy; and~~

R^3 is $-CH_2X^6$; wherein X^6 is ~~is selected from $-X^5SR^{12}$, $-X^5C(O)NR^{12}R^{12}$, $-X^5S(O)_2R^{13}$, $-X^5C(O)R^{13}$, $-X^5OR^{12}$, $-X^5SR^{14}$, $-X^5R^{14}$,~~ $-X^5S(O)_2R^{14}$, ~~$-X^5C(O)R^{14}$, $-X^5C(O)NR^{14}R^{12}$;~~ ~~and~~ or the pharmaceutically acceptable salts ~~and~~ or solvates of such compounds ~~and~~ or the *N*-oxides, prodrugs, compounds thereof having protected reactive groups, stereoisomers ~~and~~ or mixtures of stereoisomers thereof.

9. (Currently Amended) The compound of Claim 8 in which:

~~X^3 is cyano, $C(O)X^4$, $C(O)H$, $C(O)N(CH_3)OCH_3$, $CH(OCH_3)_2$, $C(O)CF_3$, $C(O)CF_2CF_3$, $CH_2C(O)R^{16}$, (E)-2-benzenesulfonyl-vinyl,~~

~~2-dimethylcarbamoyl-2,2-difluoro-acetyl, 2-oxo-2-pyrrolidin-1-yl-acetyl, 2-morpholin-4-yl-2-oxo-acetyl, 2-oxo-2-piperazin-1-yl-acetyl, 2-(4-methanesulfonyl-piperazin-1-yl)-2-oxo-acetyl, 2-(1,1-dioxo-1□^{6}-thiomorpholin-4-yl)-2-oxo-acetyl, dimethylaminooxalyl, tetrahydro-pyran-4-ylaminooxalyl, 2-morpholin-4-yl-ethylaminooxalyl, cyclopentyl-ethyl-aminooxalyl, pyridin-3-ylaminooxalyl, phenylaminooxalyl, 1-benzoyl-piperidin-4-ylaminooxalyl, 1-benzylcarbamoyl-methanoyl, 1-benzyloxy(oxalyl), 2-benzyloxy-acetyl, 2-benzenesulfonylamino-ethanoyl, 2-oxo-2-phenyl-ethanoyl, 3*H*-oxazole-2-carbonyl, 5-trifluoromethyl-oxazole-2-carbonyl, 3-trifluoromethyl-[1,2,4]oxadiazole-5-carbonyl, 2,2,3,3,3-pentafluoro-propionyl, hydroxyaminooxalyl, oxalyl, 2-(1,3-dihydro-isoindol-2-yl)-2-oxo-acetyl, benzothiazol-2-ylaminooxalyl, 2-oxo-ethyl, 2-oxazol-2-yl-2-oxo-ethyl or 2-benzooxazol-2-yl-2-oxo-ethyl;~~

~~X^3 is selected from -OH, dimethylcarbamoyloxy, morpholin-4-ylcarbonyloxy, piperidin-1-yl-carbonyloxy, pyrrolidin-1-yl-carbonyloxy, pyrimidin-2-ylamino, tetrahydro-pyran-4-ylamino, 1-methyl-piperidin-4-ylamino, *N*-(2-methoxyethyl)-*N*-(tetrahydro-pyran-4-yl)amino, isopropylamino and cyclohexylamino;~~

~~4-*tert*-butoxycarbonylpiperazin-1-ylcarbonyloxy, *N*-benzyl-carbamoyloxy, pyrrolidin-1-yl-carbonyloxy, *N*,*N*-dimethyl-carbamoyloxy, piperidin-1-yl-carbonyloxy, 4-methanesulfonyl-piperazin-1-yl-carbonyloxy, 4-ethoxycarbonylpiperazin-1-ylcarbonyloxy, *N*-cyclohexyl-carbamoyloxy, *N*-phenyl-carbamoyloxy, *N*-(5,6,7,8-tetrahydro-naphthalen-1-yl)-carbamoyloxy, *N*-butyl-*N*-methyl-carbamoyloxy, *N*-pyridin-3-yl-carbamoyloxy, *N*-isopropyl-carbamoyloxy, *N*-pyridin-4-yl-carbamoyloxy, *N*-cyanomethyl-*N*-methyl-carbamoyloxy, *N*,*N*-bis-(2-methoxy-ethyl)-carbamoyloxy, *N*-phenethyl-carbamoyloxy, piperazine-carbonyloxy, *N*-naphthalen-2-yl-carbamoyloxy, 4-benzyl-piperazine-1-carbamoyloxy, 4-(1-furan-2-yl-carbonyl)-piperazine-1-carbamoyloxy, thiomorpholin-4-yl-carbonyloxy, 1,1-dioxo-1λ^{6}-thiomorpholin-4-yl)-carbonyloxy, bis-(2-methoxy-ethyl)-carbamoyloxy, morpholin-4-ylcarbonyloxy, 2-methoxyethylcarbamoyloxy, diethylcarbamoyloxy, pyrrolidin-1-ylcarbonyloxy, 2-hydroxyethylcarbamoyloxy, tetrahydro-furan-2-ylmethylcarbamoyloxy,~~

~~cyclopropylcarbamoyloxy, *tert*-butylcarbamoyloxy, 3-hydroxy-pyrrolidin-1-yl-carbonyloxy and carbamoyloxy; and~~

R^3 is ~~thiophene-2-sulfonyl-methyl~~, 3-chloro-2-fluoro-phenyl-methane-sulfonyl-methyl, benzene-sulfonyl-methyl, phenyl-methane-sulfonyl-methyl, 2-(1,1-difluoro-methoxy)-phenyl-methane-sulfonyl-methyl, 2-benzene-sulfonyl-ethyl, 2-(pyridine-2-sulfonyl)-ethyl, 2-(pyridine-4-sulfonyl)-ethyl, 2-phenyl-methanesulfonyl-ethyl, oxy-pyridin-2-yl-methane-sulfonyl-methyl, prop-2-ene-1-sulfonyl-methyl, 4-methoxy-phenyl-methane-sulfonyl-methyl, *p*-tolyl-methane-sulfonyl-methyl, 4-chloro-phenyl-methane-sulfonyl-methyl, *o*-tolyl-methane-sulfonyl-methyl, 3,5-dimethyl-phenyl-methane-sulfonyl-methyl, 4-trifluoro-methyl-phenyl-methane-sulfonyl-methyl, 4-trifluoro-methoxy-phenyl-methane-sulfonyl-methyl, 2-bromo-phenyl-methane-sulfonyl-methyl, ~~pyridin-2-yl-methane-sulfonyl-methyl, pyridin-3-yl-methane-sulfonyl-methyl, pyridin-4-yl-methane-sulfonyl-methyl,~~ naphthalen-2-yl-methane-sulfonyl-methyl, 3-methyl-phenyl-methane-sulfonyl-methyl, 3-trifluoro-methyl-phenyl-methane-sulfonyl-methyl, 3-trifluoro-methoxy-phenyl-methane-sulfonyl-methyl, 4-fluoro-2-trifluoromethoxy-phenyl-methane-sulfonylmethyl, 2-fluoro-6-trifluoromethyl-phenylmethanesulfonylmethyl, 3-chloro-phenylmethanesulfonylmethyl, 2-fluoro-phenylmethanesulfonylmethyl, 2-trifluoro-phenylmethanesulfonylmethyl, 2-cyano-phenylmethanesulfonylmethyl, 4-*tert*-butyl-phenylmethanesulfonylmethyl, 2-fluoro-3-methyl-phenyl-methane-sulfonyl-methyl, 3-fluoro-phenylmethanesulfonylmethyl, 4-fluoro-phenylmethane-sulfonylmethyl, 2-chloro-phenylmethanesulfonylmethyl, 2,5-difluoro-phenylmethane-sulfonylmethyl, 2,6-difluoro-phenylmethanesulfonylmethyl, 2,5-dichloro-phenyl-methane-sulfonylmethyl, 3,4-dichloro-phenylmethanesulfonylmethyl, 2-(1,1-difluoro-methoxy)-phenyl-methanesulfonylmethyl, 2-cyano-phenyl-methane-sulfonyl-methyl, 3-cyano-phenylmethanesulfonylmethyl, 2-trifluoro-methoxy-phenyl-methane-sulfonylmethyl, 2,3-difluoro-phenylmethanesulfonylmethyl, 2,5-difluoro-phenyl-methanesulfonylmethyl, biphenyl-2-ylmethanesulfonylmethyl, ~~cyclohexylmethyl,~~

3-fluoro-phenyl-methanesulfonylmethyl, 3,4-difluoro-phenyl-methanesulfonylmethyl, 2,4-difluoro-phenylmethanesulfonylmethyl, 2,4,6-trifluoro-phenylmethanesulfonylmethyl, 2,4,5-trifluoro-phenylmethanesulfonylmethyl, 2,3,4-trifluoro-phenylmethanesulfonylmethyl, 2,3,5-trifluoro-phenyl-methanesulfonylmethyl, 2,5,6-trifluoro-phenylmethanesulfonylmethyl, 2-chloro-5-trifluoromethylphenylmethanesulfonylmethyl, ~~2-methyl-propane-1-sulfonyl,~~ 2-fluoro-3-trifluoromethylphenylmethanesulfonylmethyl, 2-fluoro-4-trifluoromethylphenylmethanesulfonylmethyl, 2-fluoro-5-trifluoro-methyl-phenyl-methanesulfonyl-methyl, 4-fluoro-3-trifluoro-methylphenylmethanesulfonylmethyl, 2-methoxyphenyl-methanesulfonylmethyl, 3,5-bis-trifluoromethyl-phenylmethanesulfonylmethyl, 4-difluoromethoxy-phenylmethanesulfonylmethyl, 2-difluoro-methoxy-phenylmethanesulfonylmethyl, 3-difluoromethoxy-phenylmethanesulfonylmethyl, 2,6-dichlorophenylmethanesulfonylmethyl, biphenyl-4-ylmethanesulfonylmethyl, ~~3,5-dimethyl-isoxazol-4-ylmethanesulfonylmethyl, 5-chloro-thien-2-yl-methanesulfonylmethyl,~~ 2-[4-(1,1-difluoro-methoxy)-benzenesulfonyl]-ethyl, 2-[2-(1,1-difluoro-methoxy)-benzenesulfonyl]-ethyl, 2-[3-(1,1-difluoromethoxy)-benzenesulfonyl]-ethyl, 2-(4-trifluoromethoxy-benzenesulfonyl)-ethyl, 2-(3-trifluoromethoxy-benzenesulfonyl)-ethyl, 2-(2-trifluoro-methoxy-benzene-sulfonyl)-ethyl, ~~(cyanomethyl-methyl-carbamoyl)-methyl, biphenyl-3-ylmethyl, 2-oxo-2-pyrrolidin-1-yl-ethyl,~~ 2-benzenesulfonyl-ethyl, ~~isobutylsulfanylmethyl, 2-phenylsulfanyl-ethyl,~~ cyclohexylmethanesulfonylmethyl, 2-cyclohexyl-ethanesulfonyl, ~~benzyl-naphthalen-2-yl,~~ benzylsulfanylmethyl, 2-trifluoromethyl-benzylsulfanylmethyl, phenylsulfanyl-ethyl, cyclopropyl-methanesulfonylmethyl, ~~5-bromo-thien-2-ylmethyl, 3-phenyl-propyl, 2,2-difluoro-3-phenyl-propyl,~~ 3,4,5-trimethoxyphenylmethanesulfonylmethyl, ~~2,2-difluoro-3-thien-2-yl-propyl, cyclohexylethyl, cyclohexylmethyl, *tert* butylmethyl, 1-methylcyclohexylmethyl, 1-methylcyclopentylmethyl, 2,2-difluoro-3-phenylpropyl, 2,2-dimethyl-3-phenylpropyl, 1-benzylcyclopropylmethyl, -$X^5S(O)_2R^{13}$~~ and -$X^5S(O)_2R^{14}$, wherein ~~R^{13} is alkyl and~~ R^{14} is

phenyl which phenyl is unsubstituted or substituted; and the pharmaceutically acceptable salts and solvates of such compounds and the *N*-oxides, prodrugs, compounds thereof having protected reactive groups, stereoisomers and mixtures of stereoisomers thereof.

10. (Currently Amended) A compound of Claim 9 in which:

~~X^3 is 1*H* benzoimidazol-2-ylcarbonyl, pyrimidin-2-ylcarbonyl, benzooxazol-2-ylcarbonyl, benzothiazol-2-ylcarbonyl, pyridazin-3-ylcarbonyl, 3-phenyl-[1,2,4]oxadiazol-5-ylcarbonyl or 3-ethyl-[1,2,4]oxadiazol-5-ylcarbonyl, 2-oxo-2-pyrrolidin-1-yl-acetyl, 2-morpholin-4-yl-2-oxo-acetyl, 2-oxo-2-piperazin-1-yl-acetyl, 2-(4-methanesulfonyl-piperazin-1-yl)-2-oxo-acetyl, 2-(1,1-dioxo-1-thiomorpholin-4-yl)-2-oxo-acetyl, dimethylaminooxalyl, tetrahydro-pyran-4-ylaminooxalyl, 2-morpholin-4-yl-ethylaminooxalyl, cyclopentyl-ethyl-aminooxalyl, pyridin-3-ylaminooxalyl, phenylaminooxalyl or 1-benzoyl-piperidin-4-ylaminooxalyl;~~

~~X^3 is selected from -OH, dimethylcarbamoyloxy, morpholin-4-ylcarbonyloxy, piperidin-1-yl-carbonyloxy, pyrrolidin-1-yl-carbonyloxy, pyrimidin-2-ylamino, tetrahydro-pyran-4-ylamino, 1-methyl-piperidin-4-ylamino, *N*-(2-methoxyethyl)-*N*-(tetrahydro-pyran-4-yl)amino, isopropylamino and cyclohexylamino;~~

R^3 is ~~cyclohexylethyl, cyclohexylmethyl, *tert*-butylmethyl, 1-methylcyclohexylmethyl, 1-methylcyclopentylmethyl, 2,2-difluoro-3-phenylpropyl, 2,2-dimethyl-3-phenylpropyl, 1-benzylcyclopropylmethyl, $-X^5S(O)_2R^{13}$ or~~ $-X^5S(O)_2R^{14}$, wherein ~~R^{13} is alkyl and~~ R^{14} is phenyl which phenyl is unsubstituted or substituted; and the pharmaceutically acceptable salts and solvates of such compounds and the *N*-oxides, prodrugs, compounds thereof having protected reactive groups, stereoisomers and mixtures of stereoisomers thereof.

11-13. (Cancelled).

14. (Currently Amended) A compound of Claim 1 selected from the group consisting of:

~~(*R*) *N* cyanomethyl 2 hydroxy 3 phenylmethanesulfonyl propionamide;~~

~~(*R*) *N* (1 cyano 1 thiophen 2 yl methyl) 2 hydroxy 3 phenylmethanesulfonyl propionamide;~~

~~(*R*) *N* (1 cyano 1 thiophen 2 yl methyl) 3 [2 (1,1 difluoro methoxy) phenylmethanesulfonyl] 2 hydroxy propionamide;~~

~~(*R*) *N* cyanomethyl 3 [2 (1,1 difluoro methoxy) phenylmethanesulfonyl] 2 hydroxy propionamide;~~

~~morpholine 4 carboxylic acid (*R*) 1 (cyanomethyl carbamoyl) 2 phenylmethanesulfonyl ethyl ester;~~

~~morpholine 4 carboxylic acid (R) 1 (cyanomethyl carbamoyl) 2 [2 (1,1 difluoro methoxy) phenylmethanesulfonyl] ethyl ester;~~

~~(R) (2 methoxy ethyl) carbamic acid 1 (cyanomethyl carbamoyl) 2 phenylmethanesulfonyl ethyl ester;~~

~~(S) diethyl carbamic acid 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(S) pyrrolidine 1 carboxylic acid 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(S) morpholine 4 carboxylic acid 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(S) 4 Ethyl piperazine 1 carboxylic acid 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(S) 2 hydroxymethyl pyrrolidine 1 carboxylic acid (S) 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(S) (2,2,2 Trifluoro ethyl) carbamic acid 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(S) (2 hydroxyethyl) carbamic acid 1 (cyanomethyl carbamoyl) 2 cyclohexyl ethyl ester;~~

~~(Tetrahydrofuran-2-ylmethyl)-carbamic acid (S)-1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(S)-Azetidine-1-carboxylic acid 1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(S)-cyclopropyl-carbamic acid 1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(S)-piperidine-1-carboxylic acid 1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(S)-(2-methoxy-ethyl)-carbamic acid 1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(R)-3-hydroxy-pyrrolidine-1-carboxylic acid (S)-1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(S)-3-hydroxy-pyrrolidine-1-carboxylic acid (S)-1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl ester;~~

~~(S)-morpholine-4-carboxylic acid-1-(cyanomethyl-carbamoyl)-3-cyclohexyl-propyl ester;~~

morpholine-4-carboxylic acid (*R*)-1-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl ester; and

morpholine-4-carboxylic acid (*R*)-1-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propylcarbamoyl]-2-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-ethyl ester;

~~morpholine-4-carboxylic acid (*R*)-1-[(*S*)-1-(1-benzothiazol-2-yl-methanoyl)-propylcarbamoyl]-2-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-ethyl ester;~~

~~pyrrolidine-1-carboxylic acid (*R*)-1-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl ester;~~

~~dimethyl-carbamic acid (*R*)-1-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl ester;~~

~~morpholine-4-carboxylic acid (R)-1-[(S)-1-(1-benzylcarbamoyl-methanoyl)-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl ester;~~

~~morpholine-4-carboxylic acid (S)-1-[(S)-1-(oxazolo[4,5-b]pyridine-2-carbonyl)-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl ester;~~

~~morpholine-4-carboxylic acid (S)-1-[(S)-1-(5-ethyl-[1,3,4]oxadiazole-2-carbonyl)-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl ester;~~

~~(S)-2-[(R)-3-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-2-hydroxy-propanoylamino]-*N*-methoxy-*N*-methyl-butyramide;~~

~~(R)-3-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-*N*-((S)-1-formyl-propyl)-2-hydroxy-propionamide;~~

~~(*R*)-*N*-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propyl]-2-hydroxy-3-phenyl-methanesulfonyl-propionamide;~~

~~(S)-3-{3-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-propanoylamino}-2-oxo-pentanoic-acid-benzylamide;~~

~~*N*-[(S)-1-(1-benzooxazol-2-yl-methanoyl)-propyl]-3-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-propionamide;~~

~~*N*-[(S)-1-(1-benzooxazol-2-yl-methanoyl)-3-phenyl-propyl]-3-*p*-tolylmethanesulfonyl-propionamide;~~

~~3-(2-difluoromethoxy-phenylmethanesulfonyl)-*N*-(1-ethyl-2,3-dioxo-3-pyrrolidin-1-yl-propyl)-propionamide;~~

~~3-(2-difluoromethoxy-phenylmethanesulfonyl)-*N*-(1-ethyl-3-morpholin-4-yl-2,3-dioxo-propyl)-propionamide;~~

~~3-(2-difluoromethoxy-phenylmethanesulfonyl)-*N*-(1-ethyl-2,3-dioxo-3-piperazin-1-yl-propyl)-propionamide;~~

~~3-(2-difluoromethoxy-phenylmethanesulfonyl)-*N*-[3-(1,1-dioxo-1l6-thiomorpholin-4-yl)-1-ethyl-2,3-dioxo-propyl]-propionamide;~~

~~3-(2-difluoromethoxy-phenylmethanesulfonyl)-*N*-[1-ethyl-3-(4-methyl-sulfonyl-piperazin-1-yl)-2,3-dioxo-propyl]-propionamide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic-acid-dimethylamide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic acid cyclopentyl-ethyl-amide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic acid phenylamide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic acid pyridin-3-ylamide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic acid (tetrahydro-pyran-4-yl)-amide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic acid (1-benzoyl-piperidin-4-yl)-amide;~~

~~3-[3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionylamino]-2-oxo-pentanoic acid (2-morpholin-4-yl-ethyl)-amide;~~

~~(R)-*N*-[(S)-1-(1-benzooxazol-2-yl-methanoyl)-propyl]-2-(2-nitro-phenylamino)-3-phenylmethanesulfonyl-propionamide;~~

~~*N*-[1-(benzooxazole-2-carbonyl)-propyl]-3-phenylmethanesulfonyl-2-(pyrimidin-2-ylamino)-propionamide.~~

~~(R)-*N*-[(S)-1-(1-benzooxazol-2-yl-methanoyl)-butyl]-2-(5-nitro-thiazol-2-ylamino)-3-phenylmethanesulfonyl-propionamide;~~

~~(2S)-(4,4-difluoro-2-hydroxy-5-phenyl-pentanoic acid (1(S)-cyano-3-phenyl-propyl)-amide;~~

~~N-(1(S)-cyano-3-phenyl-propyl)-2-(S)-(2-morpholin-4-yl-2-oxo-ethoxy)-4-phenyl-butyramide;~~

~~N-(1-(S)-cyano-3-phenyl-propyl)-2-(S)-fluoro-4-phenyl-butyramide;~~

~~N-(1-(S)-cyano-3-phenyl-propyl)-2,2-difluoro-4-phenyl-butyramide;~~

~~N-(1-(S)-cyano-3-phenyl-propyl)-2-(S)-hydroxy-4-phenyl-butyramide;~~

~~N-(1-(S)-cyano-3-phenyl-propyl)-2-(R)-hydroxy-4-phenyl-butyramide;~~

~~N-(1-(S)-cyano-3-phenyl-propyl)-2-(R)-methoxy-4-phenyl-butyramide;~~

~~2,2-difluoro-5-phenyl-pentanoic acid (1-cyano-cyclopropyl)-amide;~~

~~N-(1-(S)-cyano-3-phenyl-propyl)-4-phenyl-butyramide;~~

~~2,2-difluoro-5-phenyl-pentanoic acid ((S)-1-cyano-3-phenyl-propyl)-amide;~~

~~*N*-(4-cyano-1-ethyl-piperidin-4-yl)-3-cyclohexyl-propionamide;~~

~~*N*-(4-cyano-1-ethyl-piperidin-4-yl)-3-(2-difluoromethoxy-phenylmethanesulfonyl)-propionamide;~~

~~(S)-tert-butyl-carbamic-acid-1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl-ester;~~

~~(R)-carbamic-acid-1-(cyanomethyl-carbamoyl)-2-(2-difluoromethoxy-phenylmethanesulfonyl)-ethyl-ester;~~

~~(S)-carbamic-acid-1-(cyanomethyl-carbamoyl)-2-cyclohexyl-ethyl-ester;~~

~~(R)-morpholine-4-carboxylic-acid-1-(1-cyano-cyclopropylcarbamoyl)-2-phenylmethanesulfonyl-ethyl-ester;~~

~~(R)-morpholine-4-carboxylic-acid-1-(4-cyano-tetrahydro-pyran-4-ylcarbamoyl)-2-phenylmethanesulfonyl-ethyl-ester;~~

~~3-cyclohexyl-2-hydroxy-*N*-[1-(oxazolo[4,5-*b*]pyridine-2-carbonyl)-propyl]-propionamide;~~

~~(R)-N-[1-(benzothiazole-2-carbonyl)-butyl]-2-isopropylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[1-(benzothiazole-2-carbonyl)-butyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-N-[1-(benzothiazole-2-carbonyl)-butyl]-2-dibenzylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[1-(benzothiazole-2-carbonyl)-butyl]-2-dimethylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-(1-methyl-piperidin-4-ylamino)-3-phenylmethanesulfonyl-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-(bis-thiophen-2-ylmethyl-amino)-3-phenylmethanesulfonyl-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-dibenzylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(S) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-(tetrahydro-pyran-4-ylamino)-3-thiophen-2-yl-propionamide;~~

~~(S) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-isopropylamino-3-thiophen-2-yl-propionamide;~~

~~(R) N-[1-(benzothiazole-2-carbonyl)-butyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-isopropylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-[(2-methoxy-ethyl)-(tetrahydro-pyran-4-yl)-amino]-3-phenylmethanesulfonyl-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-cyclohexylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R) N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-2-dimethylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(1S) N-[1-(benzooxazole-2-carbonyl)-butyl]-2-(S)-fluoro-4-phenyl-butyramide;~~

~~2,2-difluoro-5-phenyl-pentanoic acid [(S)-1-(benzoxazole-2-carbonyl)-butyl]-amide;~~

~~morpholine-4-carboxylic acid (S)-1-[(S)-1-(benzooxazole-2-carbonyl)-propylcarbamoyl]-2-cyclohexyl-ethyl ester;~~

~~morpholine-4-carboxylic acid (S)-2-cyclohexyl-1-[(S)-1-(oxazolo[4,5-b]pyridine-2-carbonyl)-propylcarbamoyl]-ethyl ester;~~

~~morpholine-4-carboxylic acid (S)-2-cyclohexyl-1-[(S)-1-(5-ethyl-[1,3,4]oxadiazole-2-carbonyl)-propylcarbamoyl]-ethyl ester;~~

~~morpholine-4-carboxylic acid (S)-2-cyclohexyl-1-[(S)-1-(5-phenyl-[1,3,4]oxadiazole-2-carbonyl)-propylcarbamoyl]-ethyl ester;~~

~~morpholine-4-carboxylic acid (S)-1-[(S)-1-(benzooxazole-2-carbonyl)-propylcarbamoyl]-3-cyclohexyl-propyl ester;~~

~~4-[4,4-dimethyl-2-(morpholine-4-carbonyloxy)-pentanoylamino]-3-oxo-azepane-1-carboxylic acid benzyl ester;~~

~~(R)-N-[(S)-1-(benzoxazole-2-carbonyl)-butyl]-3-cyclopropylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-N-[1-(benzoxazole-2-carbonyl)-butyl]-2-cyclohexylamino-3-cyclopropylmethanesulfonyl-propionamide;~~

~~(R)-N-[1-(benzoxazole-2-carbonyl)-butyl]-2-cycloheptylamino-3-cyclopropylmethanesulfonyl-propionamide;~~

~~(R)-3-phenylmethanesulfonyl-N-[(S)-3-phenyl-1-(thiazole-2-carbonyl)-propyl]-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazole-2-carbonyl)-3-phenyl-propyl]-3-cyclopropylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-3-cyclopropylmethanesulfonyl-N-[1-(5-ethyl-1,2,4-oxadiazole-3-carbonyl)-propyl]-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-3-phenylmethanesulfonyl-N-[1-(3-phenyl-1,2,4-oxadiazole-5-carbonyl)-propyl]-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-N-[1-(3-cyclopropyl-1,2,4-oxadiazole-5-carbonyl)-propyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~{(R)-1-[1-(benzothiazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(S)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-thiophen-2-yl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[1-(benzothiazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-cyclopropylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~(R)-1-{1-[hydroxy-(3-phenyl-1,2,4-oxadiazol-5-yl)-methyl]-propylcarbamoyl}-2-phenylmethanesulfonyl-ethyl)-carbamic acid tert-butyl ester;~~

~~((R)-2-cyclopropylmethanesulfonyl-1-[(S)-1-[(5-ethyl-1,2,4-oxadiazol-3-yl)-hydroxy-methyl]-propylcarbamoyl}-ethyl)-carbamic acid tert-butyl ester;~~

~~{(R)-1-[1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-3-phenyl-propylcarbamoyl]-2-cyclopropylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(hydroxy-thiazol-2-yl-methyl)-3-phenyl-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-cyclopropylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~(R)-1-{1-[hydroxy-(3-phenyl-1,2,4-oxadiazol-5-yl)-methyl]-propylcarbamoyl}-2-phenylmethanesulfonyl-ethyl)-carbamic acid tert-butyl ester;~~

~~((R)-2-cyclopropylmethanesulfonyl-1-[(S)-1-[(5-ethyl-1,2,4-oxadiazol-3-yl)-hydroxy-methyl]-propylcarbamoyl}-ethyl)-carbamic acid tert-butyl ester;~~

~~{(R)-1-[1-(benzoxazol-2-yl-hydroxy-methyl)-butylcarbamoyl]-2-phenylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~{(R)-1-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-3-phenyl-propylcarbamoyl]-2-cyclopropylmethanesulfonyl-ethyl}-carbamic acid tert-butyl ester;~~

~~[(R)-1-[(S)-1-(hydroxy-thiazol-2-yl-methyl)-3-phenyl-propylcarbamoyl]-2-phenylmethanesulfonyl-ethyl]-carbamic acid tert-butyl ester;~~

~~(R)-2-phenylmethanesulfonyl-1-[(S)-1-[(3-cyclopropyl-1,2,4-oxadiazol-5-yl)-hydroxy-methyl]-propylcarbamoyl]-ethyl)-carbamic acid tert-butyl ester;~~

~~(R)-N-[1-(Benzoxazole-2-carbonyl)-butyl]-2-[cyclopropylmethyl-(tetrahydro-pyran-4-ylmethyl)-amino]-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[1-(benzothiazol-2-yl-hydroxy-methyl)-butyl]-2-dibenzylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[1-(benzothiazol-2-yl-hydroxy-methyl)-butyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-N-[1-(benzothiazol-2-yl-hydroxy-methyl)-butyl]-2-isopropylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[1-(benzothiazol-2-yl-hydroxy-methyl)-butyl]-2-dimethylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-3-phenylmethanesulfonyl-2-(tetrahydro-pyran-4-ylamino)-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-2-(1-methyl-piperidin-4-ylamino)-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-2-(bis-thiophen-2-ylmethyl-amino)-3-phenylmethanesulfonyl-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-2-dibenzylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(S)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-2-(tetrahydro-pyran-4-ylamino)-3-thiophen-2-yl-propionamide;~~

~~S)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-2-isopropylamino-3-thiophen-2-yl-propionamide;~~

~~(R)-N-[(S)-1-(benzoxazol-2-yl-hydroxy-methyl)-butyl]-2-isopropylamino-3-phenylmethanesulfonyl-propionamide;~~

~~(R) N [1 (benzothiazol 2 yl hydroxy methyl) butyl] 3 phenylmethanesulfonyl 2 (tetrahydro pyran 4 ylamino) propionamide;~~

~~R) N [(S) 1 (benzoxazol 2 yl hydroxy methyl) butyl] 3 phenylmethanesulfonyl 2 (tetrahydro pyran 4 ylamino) propionamide;~~

~~(R) N [(S) 1 (benzoxazol 2 yl hydroxy methyl) butyl] 3 phenylmethanesulfonyl 2 (tetrahydro pyran 4 ylamino) propionamide;~~

~~(R) N [(S) 1 (benzoxazol 2 yl hydroxy methyl) butyl] 2 [(2 methoxy ethyl) (tetrahydro pyran 4 yl) amino] 3 phenylmethanesulfonyl propionamide;~~

~~(R) N [(S) 1 (benzoxazol 2 yl hydroxy methyl) butyl] 2 cyclohexylamino 3 phenylmethanesulfonyl propionamide;~~

~~(R) N [(S) 1 (benzoxazol 2 yl hydroxy methyl) butyl] 2 dimethylamino 3 phenylmethanesulfonyl propionamide;~~

~~*N* cyanomethyl 3 cyclohexyl propionamide;~~

~~*N* cyanomethyl 3 (2 difluoromethoxy phenylmethanesulfonyl) propionamide;~~

~~3 (3 cyclohexyl propionylamino) 2 oxo 5 phenyl pentanoic acid thiazol 2 ylamide;~~

~~3 cyclohexyl *N* (1 formyl 3 phenyl propyl) propionamide;~~

~~3 (2 difluoromethoxy phenylmethanesulfonyl) *N* [(S) 1 (5 ethyl [1,3,4]oxadiazole 2 carbonyl) propyl] propionamide;~~

~~*N* [(S) 1 (benzooxazole 2 carbonyl) propyl] 2 (2 cyano phenylamino) 3 cyclohexyl propionamide;~~

~~*N* Cyanomethyl 3 cyclohexyl 2 (4 methoxy phenoxy) propionamide;~~

~~2 benzyloxy *N* cyanomethyl 3 cyclohexyl propionamide;~~

~~(*R*) *N* [(*S*) 1 (1 benzooxazol 2 yl methanoyl) butyl] 2 benzyloxy 3 phenylmethanesulfonyl propionamide;~~

~~(*R*) *N* [(*S*) 1 (1 benzooxazol 2 yl methanoyl) propyl] 2 methoxymethoxy 3 phenylmethanesulfonyl propionamide;~~

~~(*S*) *N* [(*S*) 1 (1 benzooxazol 2 yl methanoyl) butyl] 2 hydroxy 3 phenyl propionamide;~~

~~(*R*)-*N*-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propyl]-3-phenylmethanesulfonyl-2-triisopropylsilanyloxy-propionamide;~~

~~(*R*)-*N*-[(*S*)-1-(1-benzothiazol-2-yl-methanoyl)-propyl]-2-hydroxy-3-phenylmethanesulfonyl-propionamide;~~

~~(*R*)-2-hydroxy-3-phenylmethanesulfonyl-*N*-[(S)-1-(1-pyridazin-3-yl-methanoyl)-butyl]-propionamide;~~

~~(*S*)-3-((*R*)-2-hydroxy-3-phenylmethanesulfonyl-propanoylamino)-2-oxo-pentanoic-acid-benzylamide;~~

~~(*R*)-*N*-[(*S*)-1-(1-benzooxazol-2-yl-methanoyl)-propyl]-3-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-2-hydroxy-propionamide;~~

~~(*R*)-*N*-[(*S*)-1-(1-benzothiazol-2-yl-methanoyl)-propyl]-3-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonyl]-2-hydroxy-propionamide;~~

~~(2R,5S)-2-[2-(1,1-difluoro-methoxy)-phenylmethanesulfonylmethyl]-6-ethoxy-5-ethyl-morpholin-3-one; or their corresponding N-oxides, and their prodrugs, and their protected derivatives, individual isomers and mixtures of isomers thereof; and the pharmaceutically acceptable salts and solvates (e.g. hydrates) of such compounds and their N-oxides and their prodrugs, and their protected derivatives, individual isomers and mixtures of isomers thereof~~. and the pharmaceutically acceptable salts and solvates of such compounds and the *N*-oxides, prodrugs, compounds thereof having protected reactive groups, stereoisomers and mixtures of stereoisomers thereof.

15-16. (Cancelled)

17. (Original) A pharmaceutical composition comprising a therapeutically effective amount of a compound of Claim 1 in combination with a pharmaceutically acceptable excipient.

18. (Original) A pharmaceutical composition comprising a therapeutically effective amount of a compound of Claim 2 in combination with a pharmaceutically acceptable excipient.

19-20. (Cancelled)